

**UCC-2 FINANCING STATEMENT**

This Financing Statement is presented to a filing officer for filing pursuant to the Uniform Commercial Code of the State of Alabama.

1. Name and Address of Debtor:

Pier Group, Inc.  
c/o Price & Marshall, Inc.  
Two Penn Plaza  
Suite 1585  
New York, New York 10121-1585

2. Name and Address of Secured Party:

First Interstate Bank of Texas, N.A., as Agent  
309 West Seventh Street, Suite 1100  
Fort Worth, Texas 76102

3. This Statement refers to original Financing Statement filed on May 6, 1996, in Instrument Number 1996-14798 in the Probate Office of Shelby County, Alabama.

4. The Secured Party no longer claims a security interest and the above-described Financing Statement is herein terminated.

Inst # 1997-17202

06/03/1997-17202  
10:27 AM CERTIFIED  
SHELBY COUNTY JUDGE OF PROBATE  
001 MCD

SECURED PARTY:

WELLS FARGO BANK (TEXAS), NATIONAL  
ASSOCIATION (formerly First Interstate Bank of  
Texas, N.A.), as Agent

By:

  
Robin Hamilton, Vice President

Please return acknowledgment copy to:

Andrea Robison  
Kelly, Hart & Hallman  
201 Main Street, Suite 2500  
Fort Worth, Texas 76102